

BOARD OF SUPERVISORS

Brown County



305 E. WALNUT STREET
P. O. BOX 23600

GREEN BAY, WISCONSIN 54305-3600
PHONE (920) 448-4015 FAX (920) 448-6221

ADMINISTRATION COMMITTEE

Tom Lund, Chair
Tony Theisen, Vice Chair
Kris Schuller, Mark Tumpach, Rob Miller

SPECIAL ADMINISTRATION COMMITTEE

Thursday, January 12, 2012

5:00 p.m.

Room 200, Northern Building
305 E. Walnut Street

- I. Call to order.
 - II. Approve/modify agenda.
-
1. Resolution re: To Approve the Supplemental Lease.
 2. Such other matters as authorized by law.

Tom Lund, Chair

Attachments

Notice is hereby given that action by the Committee may be taken on any of the items which are described or listed in this agenda. Please take notice that it is possible additional members of the Board of Supervisors may attend this meeting, resulting in a majority or quorum of the Board of Supervisors. This may constitute a meeting of the Board of Supervisors for purposes of discussion and information gathering relative to this agenda.

DEPARTMENT OF ADMINISTRATION

Brown County

305 E. WALNUT STREET
P.O. BOX 23600
GREEN BAY, WI 54305-3600

PHONE (920) 448-4037 FAX (920) 448-4036 WEB: www.co.brown.wi.us

January 4, 2012

TO: County Board of Supervisors

FROM: Carolyn Maricque
Interim Director of Administration

SUBJECT: Resolution to approve the Supplemental Lease

Enclosed is a resolution to approve the Second Supplement to Lease relating to the issuance of refunding bonds for the Arena project by the Community Development Authority (CDA) of the Village of Ashwaubenon. This resolution is **not** an authorization to issue debt, but instead is a request to approve a change to the lease with the CDA in order for the CDA to refund the Series 2002 Bonds.

The County entered into a lease with the CDA, dated December 1, 1999, in connection with the issuance of the 1999 Lease Revenue Bonds. The required lease payments are paid from room tax and match the debt service on the bonds. Since the lease payments are in the amount of the debt service payments, a supplement to the lease is required if the CDA refinances the bonds. The first supplement to the lease occurred when the Series 1999 Bonds were refunded in 2002.

The Series 2002 Bonds are callable in 2012 and a refunding of the debt will recognize significant savings as outlined in the attachment from Baird. The debt service savings will reduce the County's required lease payments, since the lease payments match the debt service on the bonds.

The refunding process and schedule are also in the attachment from Baird. Please contact me at 448-4046 or maricque_ca@co.brown.wi.us if you have any questions or concerns regarding the approval of the supplement to the lease or the refinancing of the Series 2002 Bonds by the CDA.

Thank you.

cc: Troy Streckenbach, County Executive



Community Development Authority of the Village of Ashwaubenon

LEASE REVENUE REFUNDING BONDS (ARENA PROJECT)

January 12, 2012

The logo for BAIRD is located in the top right corner. It consists of the word "BAIRD" in a bold, sans-serif font, set against a dark, rectangular background that is slightly tilted.

Bonds Being Refunded

- 2002 Revenue Refunding Bonds
 - Amount: \$35,125,000
 - Rate: 4.50% – 5.15%
 - Maturities: 2013-2029
 - Callable: 6/1/2012

Refunding Process

- Refinance higher rate debt with lower rate debt (4.25% average)
- Refunding bond proceeds will pay off 2002 Bonds on June 1, 2012
- Room taxes pay the principal and interest of the 2012 Refunding Bonds

Estimated Savings (see Summary of Refinancing)

- Gross (after costs): \$4,639,862
- Average Annual: \$270,000
- Present Value \$: \$2,327,336
- Present Value %: 6.61%

Refunding Schedule

- County Board considers Resolution..... January 18, 2012
- Baird works with staff to prepare necessary documents
- Bond sale scheduled..... February 16, 2012

Community Development Authority of
the Village of Ashwaubenon
LEASE REVENUE REFUNDING BONDS (ARENA PROJECT)
January 12, 2012

BAIRD

Preliminary Analysis
Summary of Refinancing - Estimated Savings

Calendar Year	BEFORE REFINANCING					AFTER REFINANCING					
	\$37,305,000 Lease Rev. Refunding Bonds (Arena) Dated May 24, 2002					\$37,305,000 Lease Revenue Refunding Bonds (CR) Dated April 1, 2012					
	PRINCIPAL (6/1)	RATE	INTEREST (6/1 & 12/1)	TOTAL	CONV CENTER D/S	TOTAL DEBT SERVICE	PRINCIPAL (6/1)	INTEREST (6/1 & 12/1)	TOTAL	CONV CENTER D/S	TOTAL NEW DEBT SERVICE
2012	\$620,000	4.350%	\$1,791,643	\$2,411,643	\$725,993	\$3,137,635	\$620,000	\$902,564	\$1,522,564	\$725,993	\$3,094,551
2013	\$775,000	4.500%	\$1,760,720	\$2,535,720	\$746,445	\$3,282,165	***	\$1,840,000	\$845,995	\$746,445	\$3,840,625
2014	\$945,000	4.600%	\$1,721,548	\$2,666,548	\$765,523	\$3,432,070	***	\$1,855,000	\$1,222,951	\$765,523	\$3,843,474
2015	\$1,105,000	4.700%	\$1,673,845	\$2,778,845	\$788,155	\$3,567,000	***	\$1,865,000	\$1,188,164	\$788,155	\$3,841,319
2016	\$1,265,000	4.800%	\$1,617,518	\$2,882,518	\$809,190	\$3,691,708	***	\$1,895,000	\$1,148,117	\$809,190	\$3,842,307
2017	\$1,420,000	4.900%	\$1,552,368	\$2,972,368	\$838,280	\$3,810,648	***	\$1,905,000	\$1,101,293	\$838,280	\$3,842,573
2018	\$1,575,000	5.000%	\$1,487,703	\$3,062,703	\$865,263	\$3,947,965	***	\$1,930,000	\$1,047,390	\$865,263	\$3,842,653
2019	\$1,730,000	5.050%	\$1,418,740	\$3,148,740	\$895,085	\$4,043,825	***	\$1,960,000	\$986,391	\$895,085	\$3,841,408
2020	\$1,885,000	5.100%	\$1,366,583	\$3,251,583	\$933,895	\$4,185,478	***	\$2,020,000	\$918,395	\$933,895	\$3,843,334
2021	\$2,040,000	5.150%	\$1,316,034	\$3,356,034	\$967,225	\$4,321,259	***	\$2,085,000	\$844,439	\$967,225	\$3,842,211
2022	\$2,195,000	5.200%	\$1,048,903	\$3,343,903	\$1,012,720	\$4,356,623	***	\$2,110,000	\$764,986	\$1,012,720	\$3,842,595
2023	\$2,350,000	5.018%	\$928,140	\$3,363,140	\$1,040,380	\$4,403,520	***	\$2,150,000	\$679,875	\$1,040,380	\$3,844,659
2024	\$2,505,000	5.100%	\$799,050	\$3,464,050	\$1,085,100	\$4,549,150	***	\$2,215,000	\$589,279	\$1,085,100	\$3,843,492
2025	\$2,660,000	5.100%	\$670,060	\$3,665,060	\$1,121,088	\$4,786,148	***	\$2,265,000	\$493,592	\$1,121,088	\$3,845,085
2026	\$2,815,000	5.150%	\$542,295	\$3,132,295	\$1,158,303	\$4,290,598	***	\$2,330,000	\$382,632	\$1,158,303	\$3,845,579
2027	\$2,970,000	5.150%	\$402,859	\$3,227,859	\$1,196,970	\$4,424,829	***	\$2,400,000	\$286,782	\$1,196,970	\$3,846,783
2028	\$3,080,000	5.150%	\$250,805	\$3,330,805	\$1,256,445	\$4,587,250	***	\$2,470,000	\$175,609	\$1,256,445	\$3,840,783
2029	\$3,330,000	5.150%	\$85,748	\$3,415,748			***	\$2,525,000	\$59,338		
	\$35,795,000		\$20,749,606	\$55,944,606	\$17,109,070	\$73,053,676	\$620,000	\$902,564	\$1,522,564	\$17,109,070	\$68,420,838

EST. INVESTMENT EARNINGS ⁽¹⁾	\$6,449
ROUNDING AMOUNT	\$575
GROSS SAVINGS	\$6,824
PV SAVINGS %	6.616%

(1) Calculated from 4/1/12 to 6/1/12 at recent LGIP rate of 0.11%.

**COUNTY BOARD OF SUPERVISORS
OF
BROWN COUNTY, WISCONSIN**

January 18, 2012

Resolution No. _____

**A RESOLUTION AUTHORIZING AND APPROVING A SUPPLEMENT
TO LEASE RELATING TO THE ISSUANCE OF REFUNDING BONDS
FOR THE ARENA PROJECT BY THE COMMUNITY DEVELOPMENT
AUTHORITY OF THE VILLAGE OF ASHWAUBENON, WISCONSIN,
AND OTHER DETAILS WITH RESPECT THERETO**

WHEREAS, the Community Development Authority of the Village of Ashwaubenon, Wisconsin (the "**Issuer**") heretofore issued its \$35,835,000 Lease Revenue Bonds, Series 1999A (Arena Project), dated December 1, 1999 (the "**Series 1999 Bonds**"), under an Indenture of Trust, dated as of December 1, 1999 (the "**Indenture**"), from the Issuer to Associated Trust Company, National Association, as trustee (the "**Trustee**"); and

WHEREAS, the Issuer heretofore issued, to refund the Series 1999 Bonds, its \$37,305,000 Lease Revenue Refunding Bonds, Series 2002 (Arena Project), dated May 24, 2002 (the "**Series 2002 Bonds**"), under the Indenture, as supplemented by a First Supplement to Indenture, dated as of May 1, 2002 (the "**First Supplement to Indenture**"), from the Issuer to the Trustee; and

WHEREAS, in connection with the issuance of the Series 1999 Bonds, Brown County, Wisconsin (the "**County**"), along with certain municipalities and other parties relating to the Series 1999 Bonds, entered into a Cooperation Agreement, dated as of July 1, 1999 (the "**Cooperation Agreement**"), authorizing various agreements among the parties and pledging room taxes in support of the projects described therein and the bonds issued to finance those projects, including the Series 1999 Bonds, the Series 2002 Bonds, and any additional bonds such as refunding bonds; and

WHEREAS, in its resolution adopted on May 19, 1999, the County Board of Supervisors of the County (the "**Governing Body**") approved and authorized the execution of the Cooperation Agreement, including all related agreements, leases and conveyances, and any supporting documentation and all documents necessary for the issuance of the Series 1999 Bonds and any Additional Bonds (as defined in the Cooperation Agreement), which includes the Series 2002 Bonds and any additional bonds such as the refunding bonds; and

WHEREAS, the County and the Issuer also entered into a Lease, dated as of December 1, 1999, in connection with the issuance of the Series 1999 Bonds, and a First Supplement to Lease (Additional Bonds), dated as of May 1, 2002, in connection with the

issuance of the Series 2002 Bonds (collectively, the "**Lease**"), through which the Issuer agreed to lease certain real property improvements to the County, and the County agreed to lease such real property and improvements from the Issuer; and

WHEREAS, it is necessary, desirable, and in the best interest of the County for the Issuer to issue additional bonds in a principal amount sufficient to refund the callable maturities of the Series 2002 Bonds (the "**Refunding Bonds**") pursuant to a Second Supplement to Indenture (the "**Second Supplement to Indenture**") to be entered into between the Issuer and the Trustee; and

WHEREAS, in connection with the issuance of the Refunding Bonds, the Issuer and the County will enter into a Second Supplement to Lease (Additional Bonds) (the "**Second Supplement to Lease**") setting forth the schedule of additional rents relating to the Refunding Bonds; and

WHEREAS, the Refunding Bonds will be payable by the Issuer solely from revenues derived by the Issuer from the Lease and the Second Supplement to Lease, the Pledge and Security Agreement (as defined in the Cooperation Agreement), the Net Pledged Room Taxes (as defined in the Cooperation Agreement), cash and securities held from time to time in certain trust funds held by the Trustee under the Indenture of Trust, as supplemented by the First Supplement to Indenture and the Second Supplement to Indenture, and the investment earnings thereon; and

WHEREAS, Section 7.01(b) of the Cooperation Agreement states that the Issuer shall issue and sell the Refunding Bonds upon terms acceptable to the County, such acceptance to be conclusively evidenced by the County's execution of the Second Supplement to Lease;

NOW, THEREFORE, BE IT RESOLVED by this Governing Body that:

Section 1. Request for Issuance of Additional Bonds.

The County hereby requests the Issuer to issue the Refunding Bonds.

Section 2. Approval of Second Supplement to Lease.

The terms of the Second Supplement to Lease are hereby approved. The County Executive and the County Clerk are hereby authorized and directed for, and in the name of, the County to execute and deliver the Supplement to Lease in the form presented to this meeting, or with such modifications as shall be approved by them or by Corporation Counsel consistent with this resolution and the terms of Sections 66.1333 and 66.1337 of the Wisconsin Statutes, their execution thereof to constitute conclusive evidence of their approval of any such modifications.

Section 3. General Authorizations.

The County Executive, the County Clerk, and any other appropriate County officials are hereby authorized and directed to execute and deliver any and all documents, including any certifications or approvals, necessary for, and related to, the issuance of the Refunding Bonds. The form of all such documents shall be subject to the prior approval of the Corporation Counsel.

Section 4. Conflicting Resolutions; Severability; Effective Date.

All prior resolutions, rules, or other actions of this Governing Body or any parts thereof in conflict with the provisions of this resolution shall be, and the same hereby are, rescinded insofar as the same may so conflict. In the event that any one or more provisions of this resolution shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions of this resolution. This resolution shall take effect immediately upon its adoption and approval in the manner provided by law.

Adopted: January 18, 2012

County Executive

County Clerk

CERTIFICATIONS BY CLERK

I, Darlene K. Marcelle, hereby certify that I am the duly qualified and acting Clerk of Brown County, Wisconsin (the "**County**"), and as such I have in my possession, or have access to, the complete corporate records of the County and of its County Board of Supervisors (the "**Governing Body**") and that attached hereto is a true, correct, and complete copy of the resolution (the "**Resolution**") entitled:

**A RESOLUTION AUTHORIZING AND APPROVING A SUPPLEMENT
TO LEASE RELATING TO THE ISSUANCE OF REFUNDING BONDS
FOR THE ARENA PROJECT BY THE COMMUNITY DEVELOPMENT
AUTHORITY OF THE VILLAGE OF ASHWAUBENON, WISCONSIN,
AND OTHER DETAILS WITH RESPECT THERETO**

I do hereby further certify as follows:

1. **Meeting Date.** On January 18, 2012, a meeting of the Governing Body was held commencing at ____ p.m.
2. **Posting.** On January __, 2012 (and not less than 24 hours prior to the meeting), I posted or caused to be posted at the County's offices in Green Bay, Wisconsin a notice setting forth the time, date, place, and subject matter (including specific reference to the Resolution) of said meeting.
3. **Notification of Media.** On January __, 2012 (and not less than 24 hours prior to the meeting), I communicated, or caused to be communicated, the time, date, place, and subject matter (including specific reference to the Resolution) of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the County.
4. **Open Meeting Law Compliance.** Said meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** Said meeting was duly called to order by the County Executive (the "**Presiding Officer**"), who chaired the meeting. Upon roll I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due

consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the County hereto on January __, 2012.

[Seal]

County Clerk

Respectfully submitted,

ADMINISTRATION COMMITTEE

EXECUTIVE COMMITTEE

Approved By:

COUNTY EXECUTIVE

Date Signed: _____

Submitted by: Corporation Counsel

Final Draft Approved by Corporation Counsel

Fiscal Note: This resolution does not require an appropriation from the General Fund. Lease payments will be made with pledged room tax revenue.

BOARD OF SUPERVISORS ROLL CALL # _____

Motion made by Supervisor _____

Seconded by Supervisor _____

SUPERVISOR NAMES	DIST. #	AYES	NAYS	ABSTAIN
TUMPACH	1			
DE WANE	2			
NICHOLSON	3			
THEISEN	4			
MILLER	5			
HAEFS	6			
ERICKSON	7			
BRUNETTE	8			
ZIMA	9			
EVANS	10			
VANDER LEEST	11			
BUCKLEY	12			
DANTINNE, JR.	13			

SUPERVISOR NAMES	DIST. #	AYES	NAYS	ABSTAIN
LA VIOLETTE	14			
ANDREWS	15			
KASTER	16			
VAN VONDEREN	17			
SCHULLER	18			
FLECK	19			
CLANCY	20			
WETZEL	21			
MOYNIHAN	22			
SCRAY	23			
CARPENTER	24			
LUND	25			
FEWELL	26			

Total Votes Cast _____

Motion: Adopted _____ Defeated _____ Tabled _____